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ACT
OF
INCORPORATION
AND
BY-LAWS
OF
The Glace Bay Mining Company.

Halifax, N. S.
PRINTED BY WILLIAM MACNAB, 11 PRINCE STREET.
1869.

1911

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The Wilson Tool Company

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General Assembly of the Province of Nova Scotia.

AN ACT TO INCORPORATE

The Glace Bay Mining Company,

Passed at Halifax, the twelfth day of April, A. D. 1862.

Be it enacted by the Governor, Council, and Assembly, as follows:

1. Edward P. Archbold, William P. Parrott, James W. Emery, Estes Howe, Joseph H. Converse, and Gardiner G. Hubbard, their associates, successors, and assigns, are hereby constituted a body politic, by the name of the "Glace Bay Mining Company," for the purpose of opening and working Coal Mines in the County of Cape Breton, and transacting business connected therewith, and building mills, and manufacturing coal oils, and constructing and making such railroads as may be necessary for the transportation of the production of such mines, and other articles from thence to the place of shipment, and constructing and building such wharves, docks, and piers, as may be necessary for the working of such mines.

2. The Capital of the Company shall be one hundred and fifty thousand dollars, in shares of one hundred dollars each, which shall be personal property, transmissible and assignable as such and the corporation shall have power to increase their Capital stock to three hundred thousand dollars by the issue of new shares of vote of the stockholders.

3. The first meeting of the Company shall be held at such time and place in this Province, or in the

Business.

Capital
Shares.

First meet-
ing, how &
when held.

United States of America, as any three of the corporators shall determine, of which public notice shall be given in two of the Halifax newspapers, at least twenty days previous to such meeting; at which, or any subsequent meeting, the company may be organized by the election of a Board of Directors, of not less than three or more than seven, and of whom three shall be a quorum.

Quorum.

Liability of members.

4. No member of the Company shall be liable in his person or separate estate for the debts of the Company, to a greater amount in the whole than double the amount of the stock held by him, deducting therefrom the amount actually paid to the Company on account of such stock, unless he shall have rendered himself liable for a greater sum by becoming surety for the debts of the Company; but no shareholder who may have transferred his interest in the stock of the Company shall cease to be liable for any contracts of the Company entered into before the date of such transfer, so as any action in respect of such liability shall be brought within six months after such transfer.

Liability after transfer of shares

Meetings, when held.

Agent in this Province.

5. The meeting of the Company shall be held at such place as the Directors may appoint, and at every annual meeting they shall elect a recognized manager or agent, resident in this Province, service on whom of all process, notices, and other documents, shall be held to be sufficient service on the company, and the name of such agent shall be filed with the Registrar of Deeds for the County of Halifax.

Company may render navigable.

6. The Company, as soon as the same shall have been organized, and the sum of twenty-five per cent. paid in on account of the stock taken, may proceed to render navigable Little and Big Glace Bay, and Little and Big Glace Bay lakes, from the ocean upwards; they may for that purpose, on obtaining the consent of the proprietors of the lands to be thereby affected, erect piers, and breakwaters upon any land owned by the Company, or upon any land of the Crown, in respect of which such permission shall be granted by the Governor, in and about the entrance of said Little and Big Glace; they may, with such assent, deepen, widen, excavate, and clear out such Bays and Lakes, and construct docks, dams, sluices,

Erect Piers &c.

waterways, slips and wharves, and all and every description of structure calculated to improve and make good and available the navigation from the ocean as far up the lakes as may from time to time be deemed advisable by the Company, and they shall, with such assent, have the right to dig, excavate, or embank the channels of said lakes, or any part thereof, so as to render the lakes navigable.

7. The public shall at all times, after the completion of said work, have the right to use the same, ^{To be open to the public.} paying such tolls as shall be fixed by the Legislature.

8. The Legislature may authorize any other party ^{if the Company do not make improvements} or company to make the improvements specified in this Act, in Big Glace Bay and Lake, if the company hereby incorporated shall not complete the same within three years from the passing of this Act.

An Act to amend the Act to Incorporate the Glace Bay Mining Company. (Passed on the 10th day of May, A. D. 1864.)

Be it enacted by the Governor, Council, and Assembly, as follows:

1. Vessels may be allowed to enter the harbor constructed at Little Glace Bay by the Glace Bay Mining Company, and to land and ship cargoes there, except coal, on the payment of dockage and tolls to the Company; the rate of such dockage and tolls to be fixed by the Company and approved by the Governor and Council: provided such vessels shall not interfere with the use of the harbor by the Company; and in all cases the Company shall be entitled to priority, to the exclusion of all other vessels, in favor of vessels bringing goods for them or their order, or coming to receive coal from them; and in no case shall more than two vessels at any one time be entitled to the privilege granted by this act, except by consent of the Company. ^{Vessels may load at harbor, on payment of dockage &c.} ^{Company to have priority.} ^{Only one vessel at a time.}

2. All vessels entering the harbor of Little Glace Bay, shall be subject to such rules and regulations as shall from time to time be made by the company and approved by the Governor and Council. ^{Vessels to be subject to rules of Company.}

No right to ship coals. 3 Nothing in this Act, or the Act of which this is an amendment, shall give any parties the right to use the harbor constructed by the Company at Little Glace Bay, for the shipment of coals, without the consent in writing of the Company, from time to time accorded and given.

Amendm't of Charter. *An Act to amend the act to incorporate the Glace Bay Mining Company. (Passed on the 11th day of March, A. D. 1865.*

Be it enacted by the Governor, Council and Assembly, as follows:

Capital Stock may be increased. It shall be lawful for the company by a resolution passed at any general meeting, to increase the capital stock of the Company to a sum not exceeding one million of dollars.

BY-LAWS
OF
Glace Bay Mining Company.

I.

The Officers of the Glace Bay Mining Company shall be not less than three, nor more than five Directors; one of whom shall be President of the Company; also, a Manager or Agent, as required by the Act of Incorporation; also, a Treasurer and Clerk.

II.

The annual meeting of the Company for the choice of Directors and other purposes, shall be held in Halifax, on such day in January or February in each year, as the Directors shall annually appoint. The number of Directors shall be fixed at every annual meeting.

III.

The Directors, Manager or Agent, Treasurer, and Clerk, shall be chosen annually; and shall hold their offices until others be chosen and qualified in their stead. The Directors and Manager or Agent, shall be chosen by the stockholders, all other officers of the Company by the Directors. No person shall be eligible for the office of Director unless he own at least one hundred shares of stock.

IV.

Special meetings may be held when called by the Directors; and at any time stockholders holding one thousand shares of stock may sign a notice to the President, request-

ing him to call a special meeting, and such meeting shall be held in pursuance of such call; and no business shall be transacted at any meeting, other than that for which the meeting was called.

V.

All meetings shall be called by a notice signed by the Clerk, directed and mailed to each stockholder, or left at his residence or place of business, as registered in the books of the Company, fifteen days prior to the meeting.

VI.

The Directors shall possess all powers held by the Company, and shall have the same power to make contracts for the transaction of the business of the Company, under seal or otherwise, as the corporation have; except the alienation of any Real Estate, Mining Rights, or Water Privileges.

The President and two Directors, or in the absence of the President, three Directors, shall constitute a quorum.

They may elect such Officers and Agents as they may think proper, for the management of the affairs of the Company.

All Officers appointed by the Directors, may be removed by them.

VII.

The Treasurer, under the supervision and direction of the President, shall receive and pay all monies of the Company; and keep account of all the income and expenditure, entered in regular books to be kept for that purpose; and to be open at all times to the inspection of the Directors. He shall furnish to the Directors quarterly, or at such times as they may require, and to the stockholders at their annual meeting, correct statements of the financial position of the Company. He shall perform such other duties as shall be designated by the Directors, and shall give such bonds for the faithful performance of his duties as they may require.

VIII.

The Clerk shall keep a record of all the meetings of the Stockholders and Directors. He shall keep a register of all Stockholders, their place of residence, and the shares held by each; and shall perform such other duties as shall be designated by the Directors.

Before entering upon the duties of his office, he shall make oath before the President of the Company, that he will faithfully perform the same.

IX.

The salaries, or pay, of all the Company's officers and employees, shall be fixed by the Directors.

X.

Every Stockholder shall have a certificate of the stock held by him, which certificate shall be in the following form:

GLACE BAY MINING COMPANY.

Certificate No. Incorporated A. D. 1862. Shares.

This certifies that

is proprietor of

Shares, of one hundred dollars each, in the Capital Stock of the GLACE BAY MINING COMPANY, subject to the provisions of the Charter and Bye-Laws of the Corporation.

Dated at this day of A. D. One
thousand eight hundred and sixty

President.

Treasurer.

Transfer No.

For value received hereby transfer to
of

Shares of the Capital Stock of the GLACE BAY MINING COMPANY, subject to the provisions of the Charter and Bye-Laws of the Corporation.

Witness hand this day of A. D. 186.

But no transfer shall take effect until the surrender of the Certificate at the office of the Treasurer.

XI.

At all meetings of the Company, every Stockholder shall have one vote for each share held by him, and absent stockholders may vote by proxy, authorized in writing, and filed with the Clerk, and one thousand shares, represented at any meeting, shall constitute a quorum for the transaction of business.

XII.

The Seal of the Corporation shall be that hitherto used, inscribed as follows :

Glace Bay Mining Company. Incorporated by special Act of Assembly of Nova Scotia. 1862.

XIII.

No transfer of stock shall be recorded in the books of the Company within five days previous to the annual meeting.

XIV.

In the event of a vacancy occurring in the Board of Directors, in consequence of the resignation, death, disqualification, or removal from Halifax of a Director, such vacancy may be filled *pro tem* by the other Directors, or left unfilled until the next annual meeting, as they may deem expedient.

XV.

These By-Laws may be altered at any meeting called for that purpose.

